

No. 364032
Date JUL 14 1980
Fee \$ 50.00
ICC Washington, D. C.

RECORDATION NO. 11490-B Filed 1425
JUL 14 1980 -9 35 AM
INTERSTATE COMMERCE COMMISSION

United States
Rail Services, Inc.



633 Battery Street
San Francisco, California 94111
(415) 445-7690

July 7, 1980

REGISTERED MAIL
RETURN RECEIPT REQUESTED

Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Mr. Secretary:

On behalf of United States Rail Services, Inc. I submit for filing and recording under 49 U.S.C. Sec. 11303(a) the following document:

Three copies of Equipment Schedule No. 3, dated as of May 7, 1980, between United States Rail Services, Inc. and the Point Comfort and Northern Railway Co. and the Consent of United States Leasing International, Inc. and the Rockdale, Sandow and Southern Railway Company all executed and notarized.

I also enclose one certified true copy of Equipment Schedule No. 3.

The equipment covered is as follows:

Equipment Schedule No. 3: 15 covered hopper cars, 4,750 cubic foot, PCN 1151 through 1165.

EQUIPMENT SCHEDULE NO. 3 IS A SCHEDULE TO THE LEASE AGREEMENT BETWEEN UNITED STATES RAIL SERVICES, INC., AS ASSIGNEE, AND THE POINT COMFORT AND NORTHERN RAILWAY COMPANY WHICH WAS FILED WITH THE INTERSTATE COMMERCE COMMISSION ON FEBRUARY 12, 1980, AT 2:10 P.M., RECORDATION NO. 11490, FILED 1425.

Enclosed is a check in the amount of \$50.00 in payment of the recording fee.

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RECEIVED

Secretary
July 7, 1980
Page - 2 -

Once the filing has been made, please return, (a) the file stamped conformed counterparts not required for filing purposes, (b) the fee receipt, (c) the letter from the Interstate Commerce Commission acknowledging the filing, and (d) the extra copy of this letter of transmittal.

Should you have any questions please call me at (415) 445-7655.

Very truly yours,


Gerald A. Davis
Secretary

GAD:jc
Encl.

RECORDATION NO. 11490-13 Filed 1425

JUL 14 1980 -9 55 AM

INTERSTATE COMMERCE COMMISSION

STATE OF CALIFORNIA)
) SS
CITY AND COUNTY OF SAN FRANCISCO)

On this 8th day of July, 1980 before me personally appeared Gerald A. Davis, Secretary of United States Rail Services, Inc., to me personally known who being by me duly sworn, says that he has compared the foregoing Equipment Schedule No. 3 between United States Rail Service, Inc. and the Point Comfort and Northern Railway Co. dated May 7, 1980, and Consent of U.S. Leasing International, Inc. and Rockdale, Sandow and Southern Railroad Company, with the original and that the foregoing copy is a true and complete copy of the original document, including date, signatures and acknowledgements.



Nancy C. I. Chapman
Notary Public

My commission expires

My Commission Expires August 15, 1983

EQUIPMENT SCHEDULE No. 3

As of May 7, 1980, United States Rail Services, Inc., assignee of United States Leasing International, Inc. hereby leases the following cars to Point Comfort and Northern Railway Co. pursuant to that certain Lease Agreement, Addendum and Letter Agreement, each dated as of August 14, 1979.

A.A.R. Mech. Design	Description	Numbers	Length	Dimensions		Door Width	Nos. of Cars
				Inside Width	Height		
LO	Covered Hopper Cars 4750 ft. ³	PCN 1151 thru 1165	53' 3"	10'0 5/16"	14' 11 3/4"	N/A	15

UNITED STATES RAIL SERVICES INC.

LESSEE: POINT COMFORT AND NORTHERN
RAILWAY CO.

BY:

Myron M. Chutz

TITLE:

PRESIDENT

BY:

William Murray

TITLE:

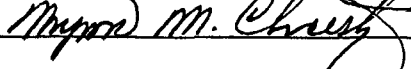
PRESIDENT

CONSENT

United States Leasing International, Inc., assignor of that certain Lease Agreement, Addendum and Letter Agreement, each dated as of August 14, 1979, hereby consents to the lease of additional cars thereunder as set forth in the foregoing Equipment Schedule No. 3 between United States Rail Services, Inc. and Point Comfort & Northern Railway Company.

Dated as of May 7, 1980.

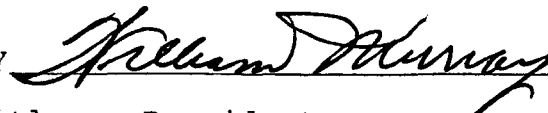
UNITED STATES LEASING
INTERNATIONAL, INC.

By 
Title Senior Vice President

Rockdale, Sandow and Southern Railroad Company, a party to a Letter Agreement dated August 14, 1979 between itself, United States Leasing International, Inc., and Point Comfort & Northern Railway Company hereby consents to the lease of additional cars under that certain Lease Agreement, Addendum and Letter Agreement, each dated as of August 14, 1979.

Dated as of May 7, 1980.

ROCKDALE, SANDOW AND SOUTHERN
RAILWAY COMPANY

By 
Title President

STATE OF CALIFORNIA

CITY AND COUNTY OF SAN FRANCISCO

)
)
) SS:

On this 19th day of June, 1980, before me personally appeared Myron M. Christy, to me known to be one of the persons described in and who executed the foregoing instrument and he acknowledged that he executed the same as his free act and deed.



(SEAL)

My Commission Expires:

August 15, 1980

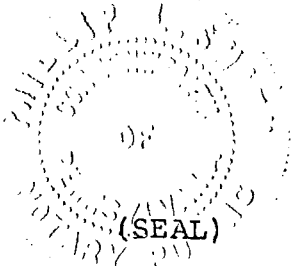
Nancy C. I. Chapman
Notary Public

STATE OF PENNSYLVANIA

COUNTY OF ALLEGHENY

)
)
) SS:

On this 23rd day of June, 1980, before me personally appeared William Murray, to me known to be one of the persons described in and who executed the foregoing instrument and he acknowledged that he executed the same as his free act and deed.



My Commission Expires:

11-22-80

Phillip L. Smith
Notary Public
PHILLIP L. SMITH, NOTARY PUBLIC
PITTSBURGH, ALLEGHENY COUNTY
MY COMMISSION EXPIRES NOV. 22, 1980
Member, Pennsylvania Association of Notaries

)

On this 8th day of July, 1980 before me personally appeared Gerald A. Davis, Secretary of United States Rail Services, Inc., to me personally known who being by me duly sworn, says that he has compared the foregoing Equipment Schedule No. 3 between United States Rail Service, Inc. and the Point Comfort and Northern Railway Co. dated May 7, 1980, and Consent of U.S. Leasing International, Inc. and Rockdale, Sandow and Southern Railroad Company, with the original and that the foregoing copy is a true and complete copy of the original document, including date, signatures and acknowledgements.



Notary Public

My commission expires

My Commission Expires August 15, 1983

EQUIPMENT SCHEDULE No. 2

 11490 *B*
 RECORDATION NO. _____ Filed 1425

FEB 12 1980 - 2 10 PM

United States Rail Services, Inc., assignee of United States Interstate Commerce Commission Leasing International, Inc. hereby leases the following cars to Point Comfort and Northern Railway Co. pursuant to that certain Lease Agreement, Addendum and Letter Agreement, each dated as of August 14, 1979.

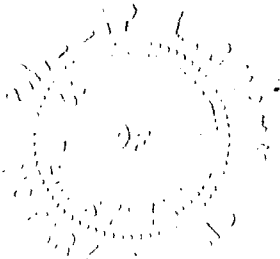
A.A.R. Mech. Design	Description	Numbers	Dimensions			Door Width	Nos. of Cars
			Length	Inside Width	Height		
HT	Open top Hopper Cars 4700 ft ³	PCN 2001 thru 2025					25

UNITED STATES RAIL SERVICES INC.

LESSEE: POINT COMFORT AND NORTHERN
RAILWAY CO.BY: *David M. Mendelsohn*BY: *William D. Murray*TITLE: Senior Vice PresidentTITLE: PresidentDATE: October 30, 1979DATE: 10-19-79

STATE OF Pennsylvania)
COUNTY OF Allegheny) SS

On this 30th day of November, 1979
before me personally appeared William Murray, to me personally known, who being by me duly sworn, says that he is the President of the Rockdale, Sandow and Southern Railroad Company, that the foregoing Lease Agreement dated August 14, 1979, Equipment Schedule No. 1 dated August 14, 1979, Letter Agreement dated August 14, 1979, Addendum dated August 22, 1979 and Consent to Equipment Schedule No. 2 were signed on behalf of the Rockdale, Sandow and Southern Railroad Company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instruments was the free act and deed of the Rockdale, Sandow and Southern Railroad Company.



Phillip L. Smith

Notary Public

(SEAL)

My commission expires:

PHILLIP L. SMITH, NOTARY PUBLIC
PITTSBURGH, ALLEGHENY COUNTY
MY COMMISSION EXPIRES NOV. 22, 1980
Member, Pennsylvania Association of Notaries

ACKNOWLEDGMENT FOR CORPORATION

STATE OF California COUNTY OF San Francisco SS:

On this 15th day of October, in the year 19 79., before me Sylvia P. Ferras a Notary Public in and for said county, personally appeared Myron M. Christy, known to me to be the Senior Vice President of the corporation that executed the
(Title)

within instrument, and known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

Sylvia P. Ferras
(Notary Public)

San Francisco

COUNTY: California
(State)

(Notarial Seal)

My Commission Expires: _____

